

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK		VOLUNTARY PETITION											
Name of Debtor (if individual, enter Last, First, Middle): Genco Shipping & Trading Limited		Name of Joint Debtor (Spouse) (Last, First, Middle): N/A											
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): None		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A											
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 98-0439758		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): N/A											
Street Address of Debtor (No. and Street, City, and State): 299 Park Avenue, 12 th Floor New York, NY <div>ZIP CODE 10171</div>		Street Address of Joint Debtor (No. and Street, City, and State): N/A <div>ZIP CODE</div>											
County of Residence or of the Principal Place of Business: New York		County of Residence or of the Principal Place of Business: N/A											
Mailing Address of Debtor (if different from street address): <div>ZIP CODE</div>		Mailing Address of Joint Debtor (if different from street address): N/A <div>ZIP CODE</div>											
Location of Principal Assets of Business Debtor (if different from street address above): The debtor and its affiliated debtors collectively are engaged in the ocean transportation of drybulk cargoes worldwide through the ownership and operation of drybulk carrier vessels. As such, in the ordinary course of their business, certain assets of the debtors, including their vessels, are located in various international ports and cities.		<div>ZIP CODE</div>											
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other: Shipping/shipping-related	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding											
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.											
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (<i>amount subject to adjustment on 4/01/16 and every three years thereafter</i>). ----- Check all applicable boxes: <input checked="" type="checkbox"/> A plan is being filed with this petition. <input checked="" type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).											
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY											
Estimated Number of Creditors (on a consolidated basis) <table><tr><td><input type="checkbox"/> 1-49</td><td><input type="checkbox"/> 50-99</td><td><input checked="" type="checkbox"/> 100-199</td><td><input type="checkbox"/> 200-999</td><td><input type="checkbox"/> 1,000-5,000</td><td><input type="checkbox"/> 5,001-10,000</td><td><input type="checkbox"/> 10,001-25,000</td><td><input type="checkbox"/> 25,001-50,000</td><td><input type="checkbox"/> 50,001-100,000</td><td><input type="checkbox"/> Over 100,000</td></tr></table>		<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000		
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000				
Estimated Assets (on a consolidated basis) <table><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input checked="" type="checkbox"/> More than \$1 billion</td></tr></table>		<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input checked="" type="checkbox"/> More than \$1 billion		
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input checked="" type="checkbox"/> More than \$1 billion				
Estimated Liabilities (on a consolidated basis) <table><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input checked="" type="checkbox"/> More than \$1 billion</td></tr></table>		<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input checked="" type="checkbox"/> More than \$1 billion		
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input checked="" type="checkbox"/> More than \$1 billion				

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s) Genco Shipping & Trading Limited	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: N/A	Case Number: N/A	Date Filed:	
Location Where Filed: N/A	Case Number: N/A	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: See Schedule 1	Case Number: Not yet assigned	Date Filed: April 21, 2014	
District: Southern District of New York	Relationship: Affiliates	Judge: Not yet assigned	
<div style="text-align: center;">Exhibit A</div> (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		<div style="text-align: center;">Exhibit B</div> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X <u>N/A</u> Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.			
Information Regarding the Debtor – Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).			

<p>Voluntary Petition (This page must be completed and filed in every case.)</p>	<p>Name of Debtor(s): Genco Shipping & Trading Limited</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X _____ /s/ Adam C. Rogoff, Esq. Signature of Attorney for Debtor(s) Adam C. Rogoff, Esq. Printed Name of Attorney for Debtor(s)</p> <p>_____ Kramer Levin Naftalis & Frankel LLP Firm Name</p> <p>_____ 1177 Avenue of the Americas, New York, NY 10036 Address (212) 715-9100 Telephone Number April 21, 2014 Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (if the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Signature</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ /s/ John C. Wobensmith Signature of Authorized Individual</p> <p>_____ John C. Wobensmith Printed Name of Authorized Individual</p> <p>_____ Chief Financial Officer Title of Authorized Individual</p> <p>_____ April 21, 2014 Date</p>	

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : Chapter 11
: :
GENCO SHIPPING & TRADING LIMITED, et al., : Case No. []
: :
: :
Debtors. : Joint Administration Pending
-----X

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtors' securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 0001326200.

2. The following financial data is the latest available information and refers to the debtor's condition as of February 28, 2014.¹

a. Total assets \$ 2.448 billion

b. Total debts (including debts listed in 2.c., below) \$ 1.475 billion

c. Debt securities held by more than 500 holders. Approximate
Number of holders:

secured <input type="checkbox"/>	unsecured <input checked="" type="checkbox"/>	subordinated <input type="checkbox"/>	\$ <u>125,000,000</u>	<u>Unknown</u>
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secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
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secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
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secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
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secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____	_____
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d. Number of shares of preferred stock 0

e. Number of shares common stock 44,449,407 Unknown

Comments, if any: _____

3. Brief description of debtor's business: Ocean transportation of drybulk cargoes worldwide.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: Peter C. Georgiopoulos, Dimensional Fund Advisors LP, Strategic Value Partners, LLC, Victor Khosla, OZ Management LP, OZ Management II LP, Och-Ziff Holding Corporation, Och-Ziff Holding II LLC, Och-Ziff Capital Management Group LLC, Och-Ziff Capital Management Group LLC, and Daniel S. Och.

¹ This reflects the "book value" of the Vessels, which is calculated as the cost of purchase less accumulated depreciation over a 25-year useful life prepared in accordance with GAAP. However, "book value" is not indicative of market value. Figures are presented as of February 28, 2014 and are preliminary and unaudited.

Schedule 1

List of Affiliated Debtors (including the Debtor)

On the date hereof, each of the entities listed below filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the Southern District of New York. For ease sake, the below list also includes this Debtor. All other entities are affiliates of the Debtor. Such entities have filed or shortly will file a motion requesting that their Chapter 11 cases be consolidated for procedural purposes only and jointly administered.

Company Name	
Genco Shipping & Trading Limited	Genco Management (USA) LLC
Genco Acheron Limited	Genco Mare Limited
Genco Aquitaine Limited	Genco Marine Limited
Genco Ardennes Limited	Genco Maximus Limited
Genco Augustus Limited	Genco Muse Limited
Genco Auvergne Limited	Genco Normandy Limited
Genco Avra Limited	Genco Ocean Limited
Genco Bay Limited	Genco Picardy Limited
Genco Beauty Limited	Genco Pioneer Limited
Genco Bourgogne Limited	Genco Predator Limited
Genco Brittany Limited	Genco Progress Limited
Genco Carrier Limited	Genco Prosperity Limited
Genco Cavalier LLC	Genco Provence Limited
Genco Challenger Limited	Genco Pyrenees Limited
Genco Champion Limited	Genco Raptor LLC
Genco Charger Limited	Genco RE Investments LLC
Genco Claudius Limited	Genco Reliance Limited
Genco Commodus Limited	Genco Rhone Limited
Genco Constantine Limited	Genco Ship Management LLC
Genco Explorer Limited	Genco Spirit Limited
Genco Hadrian Limited	Genco Success Limited
Genco Hunter Limited	Genco Sugar Limited
Genco Investments LLC	Genco Surprise Limited
Genco Knight Limited	Genco Thunder LLC
Genco Languedoc Limited	Genco Tiberius Limited
Genco Leader Limited	Genco Titus Limited
Genco Loire Limited	Genco Vigour Limited
Genco London Limited	Genco Warrior Limited
Genco Lorraine Limited	Genco Wisdom Limited

Consolidated List of Holders of the 40 Largest Unsecured Claims¹

Contemporaneously with the filing of the petitions, the Company² filed a motion requesting, among other things, authority to file a consolidated list of the 40 largest unsecured creditors (the “**Top 40 List**”) in lieu of separate lists of each entity’s 20 largest unsecured creditors. Attached hereto is the Top 40 List which is based on the Company’s books and records as of approximately April 21, 2014, unless indicated otherwise. The Top 40 List was prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in the Chapter 11 Cases. The Top 40 List does not include: (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims.

Following is the list of the Company’s creditors holding the forty (40) largest unsecured claims. The list has been prepared on a consolidated basis for all entities, based upon the Company’s consolidated books and records.

Except as set forth above, the list of creditors has been prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure and Local Rule 1007-2(a)(4).

The information contained herein shall not constitute an admission of liability by, nor is it binding, on the Company. The Company reserves all rights to assert that any debt or claim listed herein is a disputed claim or debt, and to challenge the priority, nature, amount or status of any such claim or debt. In the event of any inconsistencies between the summaries set forth below and the respective corporate and legal documents relating to such obligations, the descriptions in the corporate and legal documents shall control.

¹ The Debtors are currently paying for certain professionals under its three secured credit facilities and the indenture for its convertible senior notes. Any claims held by these professionals are part of the claims associated with those facilities or indenture and are not included in this Top 40 List.

² Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Declaration of John C. Wobensmith Pursuant to Local Bankruptcy Rule 1007-2 and in Support of First Day Motions and Applications.

Genco Shipping & Trading Limited

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff³</i>	<i>Amount of claim (if secured also state value of security)</i>
The Bank of New York Mellon Corporate Finance Division 525 William Penn Place 38th Floor Pittsburgh, PA 15259	The Bank of New York Mellon Corporate Finance Division 525 William Penn Place 38th Floor Pittsburgh, PA 15259 Attention: Corporate Trust Division Corporate Finance Unit Facsimile: (412) 234-1209	Bond Debt		\$125,000,000.00 (exclusive of interest)
Wallem Ship Management Limited 12/F Warwick House East Taikoo Place 979 King's Road Quarry Bay, Hong Kong	Wallem Ship Management Limited 12/F Warwick House East Taikoo Place 979 King's Road Quarry Bay, Hong Kong Phone: 852-2876-8200 Fax: 852-2876-1234 Email: wsmhk@wallem.com rms@wallem.com	Trade		\$7,766,104.13 ⁴
Chengxi Shipyard and Co Ltd. No 1 Hengshan Road Jiangyin Jiangsu, China	Chengxi Shipyard and Co Ltd. No 1 Hengshan Road Jiangyin Jiangsu, China	Trade		\$2,584,900.00
Anglo Eastern Ship Management 23rd Floor 248 Queen's Road East Wanchai, Hong Kong	Anglo Eastern Ship Management 23rd Floor 248 Queen's Road East Wanchai, Hong Kong Phone: 852-2863-6111 Fax: 852-2861-2419 Email: Notices.hkg@angloeasterngroup.com	Trade		\$2,175,785.98 ⁵
V.Ships UK 1st Floor 63 Queen Victoria Street London EC4N 4UA United Kingdom	V.Ships UK 1st Floor 63 Queen Victoria Street London EC4N 4UA United Kingdom Phone: 44-141-243-2435 Fax: 44-141-243-2436 Email: john.brechin@vships.com	Trade		\$1,394,381.19 ⁶

³ All claims may be subject to offsets, discounts, reconciliations, credits, and adjustments, which are not reflected on this list.

⁴ As of March 31, 2014.

⁵ As of March 31, 2014.

⁶ As of March 31, 2014.

Genco Shipping & Trading Limited

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff³</i>	<i>Amount of claim (if secured also state value of security)</i>
Leeds & Leeds Inc. 74 Trinity Place New York, NY 10006	Leeds & Leeds Inc. 74 Trinity Place New York, NY 10006	Insurance		\$455,375.42
United Kingdom Mutual Steamship Assurance 90 Fenchurch Street London EC3M 4ST United Kingdom	United Kingdom Mutual Steamship Assurance 90 Fenchurch Street London EC3M 4ST United Kingdom	Insurance		\$99,378.13
Skuld Rådhusgaten 27, 0158 Oslo, Norway	Skuld Rådhusgaten 27, 0158 Oslo, Norway	Insurance		\$78,468.00
Gard As PO Box 789 Stoa No-4809 Arendal, Norway	Gard As PO Box 789 Stoa No-4809 Arendal, Norway	Insurance		\$58,196.83
NYSE Market, Inc. 11 Wall Street New York, NY 10005	NYSE Market, Inc. 11 Wall Street New York, NY 10005 Phone: 212-656-4944 Fax: 212-656-5549 Email: lcbilling@nyse.com InvestorRelations@nyx.com	Regulatory		\$45,016.00
Thomson Reuters (Markets) LLC 610 Opperman Drive Eagan, MN 55123	Thomson Reuters (Markets) LLC 610 Opperman Drive Eagan, MN 55123 Attn: Alex Hunt Alex.hunt@thomsonreuters.com	Trade		\$41,701.00
Winter Scott Solicitors St Olave's House Ironmonger Lane London, EC2V 8EY	Winter Scott Solicitors St Olave's House Ironmonger Lane London, EC2V 8EY Attn: Glenn Winter gwinter@winterscott.co.uk Fax: +44 (0)20 7726 2371	Trade		\$39,381.52
Hyundai Express Co., Ltd. Sunhwa-dong, Jung-gu Seoul, South Korea	Hyundai Express Co., Ltd. Sunhwa-dong, Jung-gu Seoul, South Korea Phone: 82-2-753-0311	Trade	Contingent	\$28,861.95

Genco Shipping & Trading Limited

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff³</i>	<i>Amount of claim (if secured also state value of security)</i>
ICAP Shipping USA Inc. 850 Canal Street Stamford, CT 06902	ICAP Shipping USA Inc. 850 Canal Street Stamford, CT 06902 Phone: 203-487-7000 Fax: 203-487-7070 Email: dry@us.icapshipping.com	Trade	Contingent	\$25,096.88
Rs Platou Haakon VII's Gate 10 PO Box 1604 Vika N-0119 Oslo, Norway	Rs Platou Haakon VII's Gate 10 PO Box 1604 Vika N-0119 Oslo, Norway	Trade	Contingent	\$15,474.61
Bancosta 26 Rue Adrien-Lachenal, 1207 Geneva, Switzerland	Bancosta 26 Rue Adrien-Lachenal, 1207 Geneva, Switzerland	Trade	Contingent	\$15,385.54
DNV GL AS NO-1322 Hovik, Norway	DNV GL AS NO-1322 Hovik, Norway Phone: 47-87-57-99-00	Trade		\$11,365.27
BBT Tradeship LLC 2115 Linwood Avenue Fort Lee, NJ 07024-5020	BBT Tradeship LLC 2115 Linwood Avenue Fort Lee, NJ 07024-5020	Trade	Contingent	\$10,471.15
Peraco Chartering (USA) LLC 2187 Atlantic Street Stamford, CT 06902	Peraco Chartering (USA) LLC 2187 Atlantic Street Stamford, CT 06902	Trade	Contingent	\$7,018.86
Wallem Shipbroking (HK) Ltd. 12/F Warwick House East Taikoo Place 979 King's Road Quarry Bay, Hong Kong	Wallem Shipbroking (HK) Ltd. 12/F Warwick House East Taikoo Place 979 King's Road Quarry Bay, Hong Kong Phone: 852-2876-8800 Email: wcshk@wallem.com	Trade	Contingent	\$6,448.84
Clarkson St. Magnus House 3 Lower Thames Street London EC3R 6HE United Kingdom	Clarkson St. Magnus House 3 Lower Thames Street London EC3R 6HE United Kingdom Phone: 44 (0) 20-7334-0000 Email: Accounts.drycargo@clarksons.com	Trade	Contingent	\$4,413.98

Genco Shipping & Trading Limited

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SSY London 1 Portsoken Street London E1 8PH United Kingdom	SSY London 1 Portsoken Street London E1 8PH United Kingdom Phone: 44 (0)20-7977-7400 Fax: 44 (0)20-7488-2770 Email: admin@ssy.co.uk commish@ssy.co.uk	Trade	Contingent	\$3,359.90
JF Dillon & Co, LLC 300 First Stamford Place 2nd Floor Stamford, CT 06902	JF Dillon & Co, LLC 300 First Stamford Place 2nd Floor Stamford, CT 06902 Phone: 203-327-2900 Fax: 203-975-7722 Email: ops@ifd.com	Trade	Contingent	\$711.09
Venepandi C.C.C.T. Ciudad Centro Comercial Tamanaco, Piramide Invertida Piso, 3, Oficina 311-A, Av. Ernesto Blohm Venezuela	Venepandi C.C.C.T. Ciudad Centro Comercial Tamanaco, Piramide Invertida Piso, 3, Oficina 311-A, Av. Ernesto Blohm Venezuela	Trade		\$531.11
Staples 500 Staples Dr. Framingham, MA 01702	Staples 500 Staples Dr. Framingham, MA 01702 Phone: 1-800-767-1291 Fax: 1-801-779-7425	Trade		\$437.48
Penguin Maintenance 26 West Street Brooklyn NY 11222	Penguin Maintenance 26 West Street Brooklyn NY 11222	Trade		\$381.28
W.B. Mason Co. Inc 535 Secaucus Rd Secaucus, NJ 07094	W.B. Mason Co. Inc 535 Secaucus Rd Secaucus, NJ 07094	Trade		\$318.07
Fedex 3875 Airways Module H3 Dept 4634 Memphis TN 38116	Fedex 3875 Airways Module H3 Dept 4634 Memphis TN 38116	Trade		\$239.99

Genco Shipping & Trading Limited

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Arrow Ship Trust Company Complex Ajeltake Road Majuro, Marshall Islands	Arrow Ship Trust Company Complex Ajeltake Road Majuro, Marshall Islands	Trade	Contingent	\$150.71
VS Chartering, Inc. 1319, Gwanghwamun Official Building 163 Simmunno 1 GA Jongno-gu, South Korea	VS Chartering, Inc. 1319, Gwanghwamun Official Building 163 Simmunno 1 GA Jongno-gu, South Korea	Trade	Contingent	\$129.49
Western Bulk Carriers Henrik Ibsensgt. 100 PO Box 2868 Solli, 0230 Oslo	Western Bulk Carriers Henrik Ibsensgt. 100 PO Box 2868 Solli, 0230 Oslo	Customer Claim	Contingent	Contingent
Trafigura Beheer BV 20th Floor ITO Tower Gustav Mahlerplein 102 1082 MA Amsterdam	Trafigura Beheer BV 20th Floor ITO Tower Gustav Mahlerplein 102 1082 MA Amsterdam	Customer Claim	Contingent	Contingent
Pacific Basin Chartering Ltd 7/F Hutchinson House 10 Harcourt Road Hong Kong	Pacific Basin Chartering Ltd 7/F Hutchinson House 10 Harcourt Road Hong Kong Phone: 852-2233-7000 Fax: 852-2865-2810 Email: imosaccounts@pacificbasin.com	Customer Claim	Contingent	Contingent
Pioneer Navigation Ltd The Peek Building, George Street Nassau, New Providence Bahamas	Pioneer Navigation Ltd The Peek Building, George Street Nassau, New Providence Bahamas	Customer Claim	Contingent	Contingent
Lauritzen Bulk A/S 28 Sankt Annae Plads DK-1291 Copenhagen, Denmark	Lauritzen Bulk A/S 28 Sankt Annae Plads DK-1291 Copenhagen, Denmark	Customer Claim	Contingent	Contingent

Genco Shipping & Trading Limited

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address, including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff³</i>	<i>Amount of claim (if secured also state value of security)</i>
ED & F MAN SHIPPING Cottons Centre, Hay's Lane London SE1 2QE United Kingdom	ED & F MAN SHIPPING Cottons Centre, Hay's Lane London SE1 2QE United Kingdom Phone: 44-020-7089-8482 Fax: 44-020-7089-8010 Email: shipops@manshipping.co.uk	Customer Claim	Contingent	Contingent
Thoresen Shipping Singapore 78 Shenton Way Singapore 079120	Thoresen Shipping Singapore 78 Shenton Way Singapore 079120	Customer Claim	Contingent	Contingent
Hamburg Bulk Carriers GMBH KG Neumühlen 13, 22763 Hamburg, Germany	Hamburg Bulk Carriers GMBH KG Neumühlen 13, 22763 Hamburg, Germany Phone: 49-40-800-982-0 Fax: 49-40-800-982-99 Email: ops@hbc-hamburg.com chartering@hbc-hamburg.com	Customer Claim	Contingent	Contingent
NYK Bulkship Europe Ltd. 1 Ropemaker, Ste London C2Y 9NY United Kingdom	NYK Bulkship Europe Ltd. 1 Ropemaker, Ste London C2Y 9NY United Kingdom	Customer Claim	Contingent	Contingent
Cargill International SA 14 chemin de-Normandie CH-1206 Geneva, Switzerland	Cargill International SA 14 chemin de-Normandie CH-1206 Geneva, Switzerland Phone: 41-22-703-2111 Fax: 41-22-703-2710	Customer Claim	Contingent	Contingent

I, the undersigned authorized officer of the Company, named as the debtor in this case, declare under penalty of perjury that I have reviewed the foregoing and that it is true and correct to the best of my knowledge, information and belief, with reliance on appropriate corporate officers.

Dated: New York, New York
April 21, 2014

By: /s/ John C. Wobensmith
John C. Wobensmith
Title: Chief Financial Officer

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : Chapter 11
: :
GENCO SHIPPING & TRADING LIMITED, et al., : Case No. []
: :
: :
Debtors. : Joint Administration Pending
-----X

CORPORATE OWNERSHIP STATEMENT

In accordance with Rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure and Rule 1007-3 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York, Genco Shipping & Trading Limited (the “**Debtor**”) hereby states that, on a consolidated basis the following entities directly or indirectly own 10% or more of the Company’s equity interests:

Peter C. Georgiopoulos owns (directly or indirectly) 10% or more of the Debtor's common stock.

I, the undersigned authorized officer of the Company, named as the Debtor in this case, declare under penalty of perjury that I have reviewed the foregoing and that it is true and correct to the best of my knowledge, information and belief, with reliance on appropriate corporate officers.

Dated: New York, New York
April 21, 2014

By: /s/ John C. Wobensmith
John C. Wobensmith
Title: Chief Financial Officer

**SECRETARY'S CERTIFICATE OF RESOLUTIONS OF THE BOARD OF DIRECTORS OF
GENCO SHIPPING & TRADING LIMITED**

**SECRETARY'S CERTIFICATE
OF
GENCO SHIPPING & TRADING LIMITED**

The undersigned, John C. Wobensmith, Secretary of Genco Shipping & Trading Limited, a Marshall Islands corporation (the "**Corporation**"), hereby certifies as follows:

1. I am the duly qualified and elected Secretary of the Corporation, and as such, I am familiar with the facts herein certified.
2. Attached hereto as **Exhibit A** are true, correct, and complete copies of resolutions (the "**Resolutions**") of the board of directors of the Corporation duly adopted by the board of directors of the Corporation on April 21, 2014. The Resolutions are the only resolutions adopted by the board of directors of the Corporation relating to the subject matter thereof and none of them have been rescinded, amended, or otherwise modified since the date of their adoption and the Resolutions are in full force and effect on the date hereof.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of April 21, 2014.

By:



Name: John C. Wobensmith
Title: Secretary

Exhibit A

**RESOLUTIONS OF THE BOARD OF DIRECTORS
OF
GENCO SHIPPING & TRADING LIMITED**

Resolutions adopted April 21, 2014:

WHEREAS, the Board of Directors (the “**Board**”) of Genco Shipping & Trading Limited, a Marshall Islands corporation (the “**Corporation**”) has considered the financial and operational condition of the Corporation;

WHEREAS, the Board has reviewed the historical performance and results of the Corporation, the market in which the Corporation operates, its business prospects and its current and long-term liabilities;

WHEREAS, the Corporation is a party to: (i) that certain credit agreement, dated as of July 20, 2007, among Genco Shipping & Trading Limited, as borrower, the lenders party thereto from time to time, and Wilmington Trust, National Association, as successor administrative agent and successor collateral agent, as amended to date (the “**2007 Credit Agreement**”); (ii) that certain Loan Agreement, dated as of August 12, 2010 by and among Genco Shipping & Trading Limited, as borrower, and the banks, financial institutions, and companies named therein, including Crédit Agricole Corporate and Investment Bank, as agent and security trustee, as amended to date (the “**\$100 Million Credit Facility**”); and (iii) that certain Loan Agreement dated as of August 20, 2010 by and among Genco Shipping & Trading Limited, as borrower, and the banks, financial institutions, companies, and certain subsidiary guarantors as named therein, including Deutsche Bank AG Filiale Deutschlandgeschäft as security agent and bookrunner, as amended to date (the “**\$253 Million Credit Facility**” and together with the 2007 Credit Agreement and the \$100 Million Credit Facility, the “**Credit Facilities**”);

WHEREAS, certain of the Corporation’s subsidiaries have guaranteed, mortgaged, or pledged their assets to secure the obligations of the Corporation under each of the Credit Facilities;

WHEREAS, on July 27, 2010, the Corporation issued \$125 million of 5.00% Convertible Senior Notes due August 15, 2015 pursuant to that certain First Supplemental Indenture dated as of July 27, 2010 between Genco Shipping & Trading Limited and Bank of New York Mellon, as Trustee (the “**Convertible Notes**”);

WHEREAS, the Corporation and its subsidiaries excluding Baltic Trading Limited and its subsidiaries (the “**Genco Subsidiaries**”), entered into that certain Restructuring Support Agreement (the “**Restructuring Support Agreement**”), among the Corporation, the Genco Subsidiaries, certain supporting lenders under the Credit Facilities, and certain supporting holders of Convertible Notes, which contemplates that the Corporation will commence a voluntary bankruptcy case (the “**Chapter 11 Case**”) under chapter 11 of title 11 of the United States Code, in the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) and implement terms and conditions of the Restructuring Support

Agreement through a prepackaged chapter 11 plan of reorganization filed in the Chapter 11 Case (such chapter 11 plan of reorganization, the "**Prepack Plan**");

WHEREAS, the Board previously approved commencing solicitation of votes to accept the Prepack Plan, which actions included distribution of a solicitation package including the Prepack Plan and a Disclosure Statement for the Prepack Plan (the "**Disclosure Statement**"), in each case substantially in the form reviewed by the Board, and execution, delivery, and performance of any further documents and the taking of any further actions deemed necessary, appropriate, or desirable by the proper officers of the Corporation;

WHEREAS, the Board has determined that it is desirable and in the best interests of the Corporation, its creditors, employees, and other interested parties to file the Chapter 11 Case;

NOW, THEREFORE, BE IT

RESOLVED, that each of the "Authorized Representatives" (as defined below) be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Corporation, to execute and verify the petition under chapter 11 of the Bankruptcy Code with respect to the Corporation, along with all ancillary documents (including, without limitation, the Prepack Plan, the Disclosure Statement, all schedules, motions, lists, applications, pleadings and other papers) as may be required by the Bankruptcy Court and/or Bankruptcy Code and applicable laws and rules, or otherwise determined by such Authorized Representatives to be reasonable, necessary and/or appropriate in connection with the successful prosecution of such Chapter 11 Case, and to cause the same to be filed in the Bankruptcy Court and/or any other applicable court, at such time as the Authorized Representatives executing such petition and/or other documents shall determine; and it is further

RESOLVED, that each of the Authorized Representatives be, and hereby is, authorized, empowered and directed in the name and on behalf of the Corporation, including in its capacity as the direct or indirect parent of the Genco Subsidiaries to, and to cause the Genco Subsidiaries to, (i) prepare, negotiate, enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications, certificates and/or other documents, including for approvals or rulings of governmental or regulatory authorities, (iii) employ and retain all assistance by legal counsel, accountants, financial advisors and other professionals, subject to the approval of the Bankruptcy Court as may be required, and (iii) take and perform any and all such other actions and deeds, as in the judgment of such Authorized Representatives shall be or become reasonable, necessary and/or appropriate in connection with the successful prosecution of such Chapter 11 Case; and it is further

RESOLVED, that the appointment by the Corporation of (i) Kramer Levin Naftalis & Frankel LLP, as lead bankruptcy counsel, and (ii) Curtis, Mallet-Prevost, Colt & Mosle LLP, as conflicts counsel, and (iii) Blackstone Advisory Partners L.P., as financial advisor, be and hereby are ratified, approved, confirmed and adopted; and it is further

RESOLVED, that in the event the Corporation's common stock (the "**Common Stock**") is suspended from trading or delisted from the New York Stock Exchange, then each of the Authorized Representatives be, and each of them hereby is, authorized and empowered to take,

or cause to be taken, in any such Authorized Representative's sole discretion, all actions necessary or advisable to (i) effect the trading of the common stock of the Corporation on the Over the Counter Bulletin Board interdealer electronic quotation system (the "**OTCBB**") and (ii) to select one or more Market Makers (the "**Market Makers**") and request and cooperate with the Market Makers to take any and all actions required to effect the trading of the common stock on the OTCBB; and it is further

RESOLVED, that without limiting the authority granted by the foregoing resolution, the selection of Knight Capital Americas LLC or any of its affiliates as a Market Maker for the Common Stock on the OTCBB be and hereby is authorized, approved, confirmed and adopted; and it is further

RESOLVED, that the Authorized Representatives of the Corporation be, and each of them hereby is, authorized and empowered, in the name and on behalf of the Corporation, to execute and deliver all such agreements, certificates, instruments, or other documents, all containing such terms and conditions with such additions thereto, insertions therein or deletions therefrom as any proper officer of the Corporation shall deem necessary, appropriate or desirable, and to take all such further action and to pay all such expenses as any such officer may approve as necessary, proper, convenient or desirable in order to carry out each of the foregoing resolutions and fully to effectuate the purposes and intents thereof, the execution and delivery of any such agreements, certificates, instruments, or other documents, the taking of any such action and the payment of any such expenses to be conclusive evidence of such approval and of the approval thereof by the Board;

RESOLVED, that any and all past lawful actions heretofore taken by any Authorized Representative and/or proper officer and/or the Board in the name and on behalf of the Corporation, in furtherance of any or all of the preceding resolutions be and hereby are ratified, approved, confirmed and adopted; and

RESOLVED, that each of the President, the Chief Financial Officer, the Principal Accounting Officer, and the Secretary, each acting singly, shall be considered an "**Authorized Representative**" of the Corporation for the purposes of each of the foregoing resolutions.